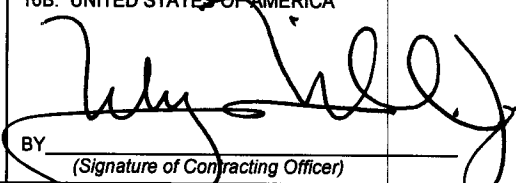


<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE J - FFP		PAGE OF PAGES 1 of 1	
2. AMENDMENT/MODIFICATION NO. P00012		3. EFFECTIVE DATE 01 JAN 2003		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)	
6. ISSUED BY 2211 CODE SPAWAR SYSTEMS CENTER, SAN DIEGO 53560 HULL STREET SAN DIEGO, CA 92152-5002 ANGELA KING 619-553-5829  angela.king@navy.mil		N66001		7. ADMINISTERED BY (If other than Item 6) DCMAO PHILADELPHIA P.O. BOX 7699 PHILADELPHIA, PA 19101-7699		CODE S3915A	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) TDS INCORPORATED SUITE 107 12000 LINCOLN DRIVE WEST MARLTON NJ 08053-3403				(X)		9A. AMENDMENT OF SOLICITATION NO.	
				(X)		9B. DATED (SEE ITEM 11)	
				X		10A. MODIFICATION OF CONTRACT/ORDER NO. N00039-98-A-3008	
				X		10B. DATED (SEE ITEM 13) 15 JUL 1998	
CODE 3P825		FACILITY CODE					
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. <b>FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.</b> If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. ACCOUNTING AND APPROPRIATION DATA (If required)							
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATION OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>							
(X) A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: ( ) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. ITEM 10A.							
X B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).							
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:							
D. OTHER (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) The purpose of this modification is to incorporate a revised price list effective 1 Jan 03 as attached. Except as provided, all other terms and conditions of BPA N00039-98-A-3008 remain unchanged and in full force and effect.							
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. NAME AND TITLE OF SIGNER (Type or print)				16A. NAME AND TITLE OF SIGNER (Type or print)			
				ULYSSES MILLER Contracting Officer			
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA		16C. DATE SIGNED	
_____ (Signature of person authorized to sign)				 BY _____ (Signature of Contracting Officer)		29 JAN 2003	

BPA	ITEM #	LABOR CATEGORY:	CONTRACTOR:	1 January 2003 - 31 December 2003				1 January 2004 - 31 December 2004				1 January 2005 - 31 December 2005			
				Govt	Vendor	Site	Hyd Rate	Govt	Vendor	Site	Hyd Rate	Govt	Vendor	Site	Hyd Rate
				CONUS	CONUS	CONUS	BPA	CONUS	CONUS	CONUS	BPA	CONUS	CONUS	CONUS	BPA
				SB/LN	SB/LN	SB/LN		SB/LN	SB/LN	SB/LN		SB/LN	SB/LN	SB/LN	
	01	Project Director	TDS Inc.		0301 AA		\$ 69.47		0401 AA		\$ 71.55		0501 AA		\$ 73.70
	02	ADS System Engineer/Telecom Engineer Level II	TDS Inc.		0302 AA		\$ 53.27		0402 AA		\$ 54.87		0502 AA		\$ 56.52
	03	ADS System Engineer/Telecom Engineer Level I	TDS Inc.		0303 AA		\$ 48.63		0403 AA		\$ 50.08		0503 AA		\$ 51.56
	04	ADS Systems Analyst Level II	TDS Inc.		0304 AA		\$ 55.36		0404 AA		\$ 57.25		0504 AA		\$ 59.17
	05	ADS Systems Analyst Level I	TDS Inc.		0305 AA		\$ 48.74		0405 AA		\$ 51.23		0505 AA		\$ 53.77
	06	Communications/ADP Systems Engineering Technician	TDS Inc.		0306 AA		\$ 46.33		0406 AA		\$ 47.72		0506 AA		\$ 49.15
	07	Communications/ADP Systems Technician/Installer	TDS Inc.		0307 AA		\$ 41.70		0407 AA		\$ 42.95		0507 AA		\$ 44.24
	08	Technical Writer	TDS Inc.		0308 AA		\$ 42.81		0408 AA		\$ 43.89		0508 AA		\$ 45.21
	09	Data Processing/Data Entry Technician	TDS Inc.		0309 AA		\$ 32.32		0409 AA		\$ 33.29		0509 AA		\$ 34.28
	10	Draftsman	TDS Inc.		0310 AA		\$ 44.95		0410 AA		\$ 46.30		0510 AA		\$ 47.69
	11	Electronic Systems Installation Mechanic/Welder	TDS Inc.		0311 AA		\$ 37.36		0411 AA		\$ 38.48		0511 AA		\$ 39.63
	12	Laborer	TDS Inc.		0312 AA		\$ 29.87		0412 AA		\$ 30.77		0512 AA		\$ 31.69
	13	Principal System Architect	TECHPLAN Corp.		0313 AA		\$ 146.90		0413 AA		\$ 148.90		0513 AA		\$ 150.90
	14	Database Management Specialist	TECHPLAN Corp.		0314 AA		\$ 77.42		0414 AA		\$ 79.42		0514 AA		\$ 81.42
	15	Information Engineer	TECHPLAN Corp.		0315 AA		\$ 92.91		0415 AA		\$ 94.91		0515 AA		\$ 96.91
	16	Help Desk Technician	TECHPLAN Corp.		0316 AA		\$ 47.65		0416 AA		\$ 48.65		0516 AA		\$ 49.65
	17	Network Administrator/ Telecommunications Specialist	TECHPLAN Corp.		0317 AA		\$ 68.16		0417 AA		\$ 69.16		0517 AA		\$ 70.16
	18	Computer Programmer	TECHPLAN Corp.		0318 AA		\$ 56.46		0418 AA		\$ 57.46		0518 AA		\$ 58.46
	19	Logistics	TECHPLAN Corp.		0319 AA		\$ 50.04		0419 AA		\$ 51.04		0519 AA		\$ 52.04
	20	Hardware Specialist	TECHPLAN Corp.		0320 AA		\$ 37.39		0420 AA		\$ 38.39		0520 AA		\$ 39.39
	21	Administrative Assistant	TDS Inc.		0321 AA		\$ 38.50		0421 AA		\$ 39.50		0521 AA		\$ 40.50
	22	Subject Matter Expert III	TDS Inc.		0322 AA		\$ 106.25		0422 AA		\$ 108.25		0522 AA		\$ 110.25
	23	Subject Matter Expert II	TDS Inc.		0323 AA		\$ 95.06		0423 AA		\$ 97.06		0523 AA		\$ 99.06
	24	Subject Matter Expert I	TDS Inc.		0324 AA		\$ 83.87		0424 AA		\$ 85.87		0524 AA		\$ 87.87
	25	Principal Information Systems Engineer	TECHPLAN Corp.		0325 AA		\$ 134.92		0425 AA		\$ 136.92		0525 AA		\$ 138.92
	26	Senior Information Systems Architect	TECHPLAN Corp.		0326 AA		\$ 120.26		0426 AA		\$ 122.26		0526 AA		\$ 124.26
	27	Senior/Systems Functional Analyst	TECHPLAN Corp.		0327 AA		\$ 103.70		0427 AA		\$ 105.70		0527 AA		\$ 107.70
	28	Program Manager	MANTECH		0328 AA		\$ 133.63		0428 AA		\$ 135.63		0528 AA		\$ 137.63
	29	Test Manager	MANTECH		0329 AA		\$ 111.37		0429 AA		\$ 113.37		0529 AA		\$ 115.37
	30	Senior Functional Analyst	MANTECH		0330 AA		\$ 80.16		0430 AA		\$ 82.16		0530 AA		\$ 84.16
	31	Functional Analyst	MANTECH		0331 AA		\$ 65.03		0431 AA		\$ 67.03		0531 AA		\$ 69.03
	32	Principal Systems Architect	MANTECH		0332 AA		\$ 108.91		0432 AA		\$ 110.91		0532 AA		\$ 112.91
	33	Senior Systems Architect	MANTECH		0333 AA		\$ 93.54		0433 AA		\$ 95.54		0533 AA		\$ 97.54
	34	Systems Architect	MANTECH		0334 AA		\$ 71.26		0434 AA		\$ 73.26		0534 AA		\$ 75.26
	35	Principal Information Systems Engineer II	MANTECH		0335 AA		\$ 102.46		0435 AA		\$ 104.46		0535 AA		\$ 106.46
	36	Senior Information Systems Engineer	MANTECH		0336 AA		\$ 74.83		0436 AA		\$ 76.83		0536 AA		\$ 78.83
	37	Information Systems Analyst/Sr. Analyst	MANTECH		0337 AA		\$ 81.39		0437 AA		\$ 83.39		0537 AA		\$ 85.39
	38	Senior Computer Systems Analyst	MANTECH		0338 AA		\$ 71.26		0438 AA		\$ 73.26		0538 AA		\$ 75.26
	39	Computer Systems Analyst	MANTECH		0339 AA		\$ 61.06		0439 AA		\$ 63.06		0539 AA		\$ 65.06
	40	Junior Computer Systems Analyst	MANTECH		0340 AA		\$ 53.46		0440 AA		\$ 55.46		0540 AA		\$ 57.46
	41	Senior Systems Analyst	MANTECH		0341 AA		\$ 81.06		0441 AA		\$ 83.06		0541 AA		\$ 85.06
	42	Systems Analyst	MANTECH		0342 AA		\$ 71.26		0442 AA		\$ 73.26		0542 AA		\$ 75.26
	43	Senior Applications Engineer	MANTECH		0343 AA		\$ 86.20		0443 AA		\$ 88.20		0543 AA		\$ 90.20
	44	Applications Engineer	MANTECH		0344 AA		\$ 75.72		0444 AA		\$ 77.72		0544 AA		\$ 79.72
	45	Senior Applications Programmer	MANTECH		0345 AA		\$ 66.82		0445 AA		\$ 68.82		0545 AA		\$ 70.82
	46	Applications Programmer	MANTECH		0346 AA		\$ 57.91		0446 AA		\$ 59.91		0546 AA		\$ 61.91
	47	Junior Applications Programmer I	MANTECH		0347 AA		\$ 37.42		0447 AA		\$ 39.42		0547 AA		\$ 41.42
	48	Junior Applications Programmer II	MANTECH		0348 AA		\$ 33.54		0448 AA		\$ 35.54		0548 AA		\$ 37.54
	49	Senior Systems Engineer	MANTECH		0349 AA		\$ 75.72		0449 AA		\$ 77.72		0549 AA		\$ 79.72
	50	Systems Engineer	MANTECH		0350 AA		\$ 53.46		0450 AA		\$ 55.46		0550 AA		\$ 57.46
	51	Senior Data Base Management Specialist	MANTECH		0351 AA		\$ 86.06		0451 AA		\$ 88.06		0551 AA		\$ 90.06
	52	Junior Data Base Management Specialist	MANTECH		0352 AA		\$ 66.82		0452 AA		\$ 68.82		0552 AA		\$ 70.82
	53	Data Base Management Specialist	MANTECH		0353 AA		\$ 44.54		0453 AA		\$ 46.54		0553 AA		\$ 48.54
	54	Junior Data Base Management Specialist II	MANTECH		0354 AA		\$ 26.06		0454 AA		\$ 28.06		0554 AA		\$ 30.06
	55	Data Entry Clerk	MANTECH		0355 AA		\$ 71.26		0455 AA		\$ 73.26		0555 AA		\$ 75.26
	56	Senior Training Specialist	MANTECH		0356 AA		\$ 57.91		0456 AA		\$ 59.91		0556 AA		\$ 61.91
	57	Training Specialist	MANTECH		0357 AA		\$ 48.11		0457 AA		\$ 50.11		0557 AA		\$ 52.11
	58	Computer Software Trainer	MANTECH		0358 AA		\$ 57.91		0458 AA		\$ 59.91		0558 AA		\$ 61.91
	59	Senior Hardware Maintenance/Installation Technician	MANTECH		0359 AA		\$ 57.91		0459 AA		\$ 59.91		0559 AA		\$ 61.91
	60	Hardware Maintenance/Installation Technician	MANTECH		0360 AA		\$ 48.11		0460 AA		\$ 50.11		0560 AA		\$ 52.11
	61	Principal Network Design Engineer	MANTECH		0361 AA		\$ 111.37		0461 AA		\$ 113.37		0561 AA		\$ 115.37
	62	Network Engineer	MANTECH		0362 AA		\$ 98.00		0462 AA		\$ 100.00		0562 AA		\$ 102.00
	63	Senior Network Engineer	MANTECH		0363 AA		\$ 75.72		0463 AA		\$ 77.72		0563 AA		\$ 79.72
	64	Network Engineer	MANTECH		0364 AA		\$ 53.46		0464 AA		\$ 55.46		0564 AA		\$ 57.46
	65	Junior Network Engineer II	MANTECH		0365 AA		\$ 44.54		0465 AA		\$ 46.54		0565 AA		\$ 48.54
	66	Technical Administrator	MANTECH		0366 AA		\$ 40.09		0466 AA		\$ 42.09		0566 AA		\$ 44.09
	67	Technical Writer/Editor	MANTECH		0367 AA		\$ 32.97		0467 AA		\$ 34.97		0567 AA		\$ 36.97
	68	Administrative Support	MANTECH		0368 AA		\$ 86.00		0468 AA		\$ 88.00		0568 AA		\$ 90.00
	69	Principal Engineer	MANTECH		0369 AA		\$ 75.72		0469 AA		\$ 77.72		0569 AA		\$ 79.72
	70	Engineer	MANTECH		0370 AA		\$ 64.14		0470 AA		\$ 66.14		0570 AA		\$ 68.14

PRICES FOR ORDERS FOR 10,001 - 20,000 HOURS

ITEM #	BPA	LABOR CATEGORY:	CONTRACTOR:	1 January 2003 - 31 December 2003				1 January 2004 - 31 December 2004				1 January 2005 - 31 December 2005			
				Govt Site	CONUS	BPA	Hyd Rate	Govt Site	CONUS	BPA	Hyd Rate	Govt Site	CONUS	BPA	Hyd Rate
01		Project Director	TDS Inc.	0301 AC			\$ 88.01	0401 AC			\$ 70.05	0501 AC			\$ 72.15
02		ADP System Engineer/Telecom Engineer Level II	TDS Inc.	0302 AC			\$ 52.16	0402 AC			\$ 43.72	0502 AC			\$ 55.33
03		ADP System Engineer/Telecom Engineer Level I	TDS Inc.	0303 AC			\$ 47.62	0403 AC			\$ 39.05	0503 AC			\$ 50.32
04		ADP Systems Analyst Level II	TDS Inc.	0304 AC			\$ 54.42	0404 AC			\$ 45.05	0504 AC			\$ 57.73
05		ADP Systems Analyst Level I	TDS Inc.	0305 AC			\$ 48.70	0405 AC			\$ 39.16	0505 AC			\$ 51.96
06		Communications/ADP Systems Engineering Technician	TDS Inc.	0306 AC			\$ 45.36	0406 AC			\$ 36.42	0506 AC			\$ 48.12
07		Communications/ADP Systems Technician	TDS Inc.	0307 AC			\$ 40.82	0407 AC			\$ 32.04	0507 AC			\$ 43.30
08		Technical Writer	TDS Inc.	0308 AC			\$ 41.72	0408 AC			\$ 32.96	0508 AC			\$ 44.28
09		Data Processing/Data Entry Technician	TDS Inc.	0309 AC			\$ 32.00	0409 AC			\$ 25.33	0509 AC			\$ 33.95
10		Draftsman	TDS Inc.	0310 AC			\$ 44.01	0410 AC			\$ 35.33	0510 AC			\$ 46.68
11		Electronic Systems Installation Mechanic/Welder	TDS Inc.	0311 AC			\$ 36.97	0411 AC			\$ 29.22	0511 AC			\$ 38.22
12		Laborer	TDS Inc.	0312 AC			\$ 29.57	0412 AC			\$ 23.46	0512 AC			\$ 31.37
13		Principal System Architect	TECHPLAN Corp.	0313 AC			\$ 145.80	0413 AC			\$ 115.43	0513 AC			\$ 145.43
14		Database Management Specialist	TECHPLAN Corp.	0314 AC			\$ 75.81	0414 AC			\$ 61.45	0514 AC			\$ 75.81
15		Information Engineer	TECHPLAN Corp.	0315 AC			\$ 90.97	0415 AC			\$ 73.15	0515 AC			\$ 90.97
16		Help Desk Technician	TECHPLAN Corp.	0316 AC			\$ 46.85	0416 AC			\$ 38.15	0516 AC			\$ 46.85
17		Network Administrator/Telecommunications Specialist	TECHPLAN Corp.	0317 AC			\$ 66.74	0417 AC			\$ 53.28	0517 AC			\$ 66.74
18		Computer Programmer	TECHPLAN Corp.	0318 AC			\$ 55.28	0418 AC			\$ 44.99	0518 AC			\$ 55.28
19		Logistician	TECHPLAN Corp.	0319 AC			\$ 46.99	0419 AC			\$ 38.11	0519 AC			\$ 46.99
20		Hardware Specialist	TECHPLAN Corp.	0320 AC			\$ 37.01	0420 AC			\$ 29.22	0520 AC			\$ 37.01
21		Administrative Assistant	TECHPLAN Corp.	0321 AC			\$ 36.11	0421 AC			\$ 29.22	0521 AC			\$ 36.11
22		Subject Matter Expert III	TDS Inc.	0322 AC			\$ 104.03	0422 AC			\$ 83.15	0522 AC			\$ 104.03
23		Subject Matter Expert II	TDS Inc.	0323 AC			\$ 93.08	0423 AC			\$ 75.81	0523 AC			\$ 93.08
24		Subject Matter Expert I	TDS Inc.	0324 AC			\$ 82.13	0424 AC			\$ 66.74	0524 AC			\$ 82.13
25		Principal Information Systems Engineer	TECHPLAN Corp.	0325 AC			\$ 132.11	0425 AC			\$ 107.15	0525 AC			\$ 132.11
26		Senior Information Systems Architect	TECHPLAN Corp.	0326 AC			\$ 117.75	0426 AC			\$ 95.87	0526 AC			\$ 117.75
27		Senior Information Systems Analyst	TECHPLAN Corp.	0327 AC			\$ 101.53	0427 AC			\$ 81.36	0527 AC			\$ 101.53
28		Program Manager	MANTECH	0328 AC			\$ 133.63	0428 AC			\$ 107.15	0528 AC			\$ 133.63
29		Task Manager	MANTECH	0329 AC			\$ 111.37	0429 AC			\$ 89.75	0529 AC			\$ 111.37
30		Senior Functional Analyst	MANTECH	0330 AC			\$ 80.18	0430 AC			\$ 63.87	0530 AC			\$ 80.18
31		Functional Analyst	MANTECH	0331 AC			\$ 65.03	0431 AC			\$ 51.45	0531 AC			\$ 65.03
32		Principal Systems Architect	MANTECH	0332 AC			\$ 108.91	0432 AC			\$ 86.83	0532 AC			\$ 108.91
33		Systems Architect	MANTECH	0333 AC			\$ 93.54	0433 AC			\$ 75.81	0533 AC			\$ 93.54
34		Senior Systems Architect	MANTECH	0334 AC			\$ 102.46	0434 AC			\$ 81.36	0534 AC			\$ 102.46
35		Principal Information Systems Engineer II	MANTECH	0335 AC			\$ 133.63	0435 AC			\$ 107.15	0535 AC			\$ 133.63
36		Senior Information Systems Engineer	MANTECH	0336 AC			\$ 111.37	0436 AC			\$ 89.75	0536 AC			\$ 111.37
37		Information Systems Engineer	MANTECH	0337 AC			\$ 80.18	0437 AC			\$ 63.87	0537 AC			\$ 80.18
38		Senior Computer Systems Analyst/Sr. Analyst	MANTECH	0338 AC			\$ 102.46	0438 AC			\$ 81.36	0538 AC			\$ 102.46
39		Computer Systems Analyst	MANTECH	0339 AC			\$ 75.81	0439 AC			\$ 61.45	0539 AC			\$ 75.81
40		Senior Computer Systems Analyst	MANTECH	0340 AC			\$ 102.46	0440 AC			\$ 81.36	0540 AC			\$ 102.46
41		Senior Systems Analyst	MANTECH	0341 AC			\$ 80.18	0441 AC			\$ 63.87	0541 AC			\$ 80.18
42		Systems Analyst	MANTECH	0342 AC			\$ 65.03	0442 AC			\$ 51.45	0542 AC			\$ 65.03
43		Senior Applications Engineer	MANTECH	0343 AC			\$ 102.46	0443 AC			\$ 81.36	0543 AC			\$ 102.46
44		Applications Engineer	MANTECH	0344 AC			\$ 75.81	0444 AC			\$ 61.45	0544 AC			\$ 75.81
45		Applications Programmer	MANTECH	0345 AC			\$ 65.03	0445 AC			\$ 51.45	0545 AC			\$ 65.03
46		Junior Applications Programmer I	MANTECH	0346 AC			\$ 37.42	0446 AC			\$ 30.15	0546 AC			\$ 37.42
47		Junior Applications Programmer II	MANTECH	0347 AC			\$ 37.42	0447 AC			\$ 30.15	0547 AC			\$ 37.42
48		Systems Engineer	MANTECH	0348 AC			\$ 65.03	0448 AC			\$ 51.45	0548 AC			\$ 65.03
49		Senior Systems Engineer	MANTECH	0349 AC			\$ 102.46	0449 AC			\$ 81.36	0549 AC			\$ 102.46
50		Junior Systems Engineer	MANTECH	0350 AC			\$ 75.81	0450 AC			\$ 61.45	0550 AC			\$ 75.81
51		Systems Engineer	MANTECH	0351 AC			\$ 65.03	0451 AC			\$ 51.45	0551 AC			\$ 65.03
52		Junior Systems Engineer	MANTECH	0352 AC			\$ 37.42	0452 AC			\$ 30.15	0552 AC			\$ 37.42
53		Senior Data Base Management Specialist	MANTECH	0353 AC			\$ 102.46	0453 AC			\$ 81.36	0553 AC			\$ 102.46
54		Data Base Management Specialist	MANTECH	0354 AC			\$ 75.81	0454 AC			\$ 61.45	0554 AC			\$ 75.81
55		Junior Data Base Management Specialist II	MANTECH	0355 AC			\$ 65.03	0455 AC			\$ 51.45	0555 AC			\$ 65.03
56		Data Entry Clerk	MANTECH	0356 AC			\$ 26.06	0456 AC			\$ 21.28	0556 AC			\$ 26.06
57		Senior Training Specialist	MANTECH	0357 AC			\$ 111.37	0457 AC			\$ 89.75	0557 AC			\$ 111.37
58		Training Specialist	MANTECH	0358 AC			\$ 80.18	0458 AC			\$ 63.87	0558 AC			\$ 80.18
59		Computer Software Trainer	MANTECH	0359 AC			\$ 65.03	0459 AC			\$ 51.45	0559 AC			\$ 65.03
60		Senior Hardware Maintenance/Installation Technician	MANTECH	0360 AC			\$ 102.46	0460 AC			\$ 81.36	0560 AC			\$ 102.46
61		Hardware Maintenance/Installation Technician	MANTECH	0361 AC			\$ 75.81	0461 AC			\$ 61.45	0561 AC			\$ 75.81
62		Principal Network Design Engineer	MANTECH	0362 AC			\$ 133.63	0462 AC			\$ 107.15	0562 AC			\$ 133.63
63		Network Engineer	MANTECH	0363 AC			\$ 102.46	0463 AC			\$ 81.36	0563 AC			\$ 102.46
64		Junior Network Engineer II	MANTECH	0364 AC			\$ 75.81	0464 AC			\$ 61.45	0564 AC			\$ 75.81
65		Network Administrator	MANTECH	0365 AC			\$ 65.03	0465 AC			\$ 51.45	0565 AC			\$ 65.03
66		Technical Writer/Editor	MANTECH	0366 AC			\$ 44.54	0466 AC			\$ 36.42	0566 AC			\$ 44.54
67		Administrative Support	MANTECH	0367 AC			\$ 40.09	0467 AC			\$ 32.96	0567 AC			\$ 40.09
68		Principal Engineer	MANTECH	0368 AC			\$ 96.00	0468 AC			\$ 77.52	0568 AC			\$ 96.00
69			MANTECH	0369 AC			\$ 75.81	0469 AC			\$ 61.45	0569 AC			\$ 75.81
70			MANTECH	0370 AC			\$ 75.81	0470 AC			\$ 61.45	0570 AC			\$ 75.81

PRICES FOR ORDERS FOR OVER 20,000 HOURS

ITEM #	BPA	LABOR CATEGORY:	CONTRACTOR:	1 January 2003 - 31 December 2003				1 January 2004 - 31 December 2004				1 January 2005 - 31 December 2005			
				Govt Site	Vendor Site	CONUS	BPA	Govt Site	Vendor Site	CONUS	BPA	Govt Site	Vendor Site	CONUS	BPA
01		Project Director	TDS Inc.	0301 AE	\$ 66.57	0301 AF	\$ 66.57	0401 AE	\$ 66.57	0401 AF	\$ 66.57	0501 AE	\$ 70.63	0501 AF	\$ 70.63
02		ADP System Engineer/Telecom Engineer Level II	TDS Inc.	0302 AE	\$ 51.05	0302 AF	\$ 51.05	0402 AE	\$ 51.05	0402 AF	\$ 51.05	0502 AE	\$ 54.16	0502 AF	\$ 54.16
03		ADP System Engineer/Telecom Engineer Level I	TDS Inc.	0303 AE	\$ 48.61	0303 AF	\$ 48.61	0403 AE	\$ 48.61	0403 AF	\$ 48.61	0503 AE	\$ 49.45	0503 AF	\$ 49.45
04		ADP Systems Analyst Level II	TDS Inc.	0304 AE	\$ 53.26	0304 AF	\$ 53.26	0404 AE	\$ 53.26	0404 AF	\$ 53.26	0504 AE	\$ 56.51	0504 AF	\$ 56.51
05		ADP Systems Analyst Level I	TDS Inc.	0305 AE	\$ 47.67	0305 AF	\$ 47.67	0405 AE	\$ 47.67	0405 AF	\$ 47.67	0505 AE	\$ 50.57	0505 AF	\$ 50.57
06		Communications/ADP Systems Engineering Technician	TDS Inc.	0306 AE	\$ 44.39	0306 AF	\$ 44.39	0406 AE	\$ 44.39	0406 AF	\$ 44.39	0506 AE	\$ 47.09	0506 AF	\$ 47.09
07		Communications/ADP Systems Engineering Technician	TDS Inc.	0307 AE	\$ 39.96	0307 AF	\$ 39.96	0407 AE	\$ 39.96	0407 AF	\$ 39.96	0507 AE	\$ 42.39	0507 AF	\$ 42.39
08		Technical Writer	TDS Inc.	0308 AE	\$ 40.83	0308 AF	\$ 40.83	0408 AE	\$ 40.83	0408 AF	\$ 40.83	0508 AE	\$ 43.31	0508 AF	\$ 43.31
09		Data Processing/Data Entry Technician	TDS Inc.	0309 AE	\$ 31.67	0309 AF	\$ 31.67	0409 AE	\$ 31.67	0409 AF	\$ 31.67	0509 AE	\$ 33.80	0509 AF	\$ 33.80
10		Draftsman	TDS Inc.	0310 AE	\$ 36.00	0310 AF	\$ 36.00	0410 AE	\$ 36.00	0410 AF	\$ 36.00	0510 AE	\$ 45.69	0510 AF	\$ 45.69
11		Electronic Systems Installation Mechanic/Welder	TDS Inc.	0311 AE	\$ 26.26	0311 AF	\$ 26.26	0411 AE	\$ 26.26	0411 AF	\$ 26.26	0511 AE	\$ 38.83	0511 AF	\$ 38.83
12		Leibner	TDS Inc.	0312 AE	\$ 142.70	0312 AF	\$ 142.70	0412 AE	\$ 142.70	0412 AF	\$ 142.70	0512 AE	\$ 31.04	0512 AF	\$ 31.04
13		Principal System Architect	TECHPLAN Corp.	0313 AE	\$ 74.20	0313 AF	\$ 74.20	0413 AE	\$ 74.20	0413 AF	\$ 74.20	0513 AE	\$ 81.14	0513 AF	\$ 81.14
14		Database Management Specialist	TECHPLAN Corp.	0314 AE	\$ 89.04	0314 AF	\$ 89.04	0414 AE	\$ 89.04	0414 AF	\$ 89.04	0514 AE	\$ 98.16	0514 AF	\$ 98.16
15		Information Engineer	TECHPLAN Corp.	0315 AE	\$ 45.96	0315 AF	\$ 45.96	0415 AE	\$ 45.96	0415 AF	\$ 45.96	0515 AE	\$ 50.17	0515 AF	\$ 50.17
16		Help Desk Technician	TECHPLAN Corp.	0316 AE	\$ 65.31	0316 AF	\$ 65.31	0416 AE	\$ 65.31	0416 AF	\$ 65.31	0516 AE	\$ 71.28	0516 AF	\$ 71.28
17		Network Administrator/Telecommunications Specialist	TECHPLAN Corp.	0317 AE	\$ 54.10	0317 AF	\$ 54.10	0417 AE	\$ 54.10	0417 AF	\$ 54.10	0517 AE	\$ 61.39	0517 AF	\$ 61.39
18		Computer Programmer	TECHPLAN Corp.	0318 AE	\$ 47.86	0318 AF	\$ 47.86	0418 AE	\$ 47.86	0418 AF	\$ 47.86	0518 AE	\$ 50.20	0518 AF	\$ 50.20
19		Logistics Specialist	TECHPLAN Corp.	0319 AE	\$ 37.72	0319 AF	\$ 37.72	0419 AE	\$ 37.72	0419 AF	\$ 37.72	0519 AE	\$ 40.81	0519 AF	\$ 40.81
20		Hardware Specialist	TECHPLAN Corp.	0320 AE	\$ 101.61	0320 AF	\$ 101.61	0420 AE	\$ 101.61	0420 AF	\$ 101.61	0520 AE	\$ 108.01	0520 AF	\$ 108.01
21		Administrative Assistant	TDS Inc.	0321 AE	\$ 90.38	0321 AF	\$ 90.38	0421 AE	\$ 90.38	0421 AF	\$ 90.38	0521 AE	\$ 96.64	0521 AF	\$ 96.64
22		Subject Matter Expert III	TDS Inc.	0322 AE	\$ 125.30	0322 AF	\$ 125.30	0422 AE	\$ 125.30	0422 AF	\$ 125.30	0522 AE	\$ 133.63	0522 AF	\$ 133.63
23		Subject Matter Expert II	TDS Inc.	0323 AE	\$ 99.38	0323 AF	\$ 99.38	0423 AE	\$ 99.38	0423 AF	\$ 99.38	0523 AE	\$ 106.91	0523 AF	\$ 106.91
24		Subject Matter Expert I	TDS Inc.	0324 AE	\$ 133.63	0324 AF	\$ 133.63	0424 AE	\$ 133.63	0424 AF	\$ 133.63	0524 AE	\$ 148.49	0524 AF	\$ 148.49
25		Principal Information Systems Engineer	TECHPLAN Corp.	0325 AE	\$ 80.18	0325 AF	\$ 80.18	0425 AE	\$ 80.18	0425 AF	\$ 80.18	0525 AE	\$ 86.08	0525 AF	\$ 86.08
26		Senior Information Systems Architect	TECHPLAN Corp.	0326 AE	\$ 65.03	0326 AF	\$ 65.03	0426 AE	\$ 65.03	0426 AF	\$ 65.03	0526 AE	\$ 68.03	0526 AF	\$ 68.03
27		Senior Information Systems Architect	TECHPLAN Corp.	0327 AE	\$ 106.91	0327 AF	\$ 106.91	0427 AE	\$ 106.91	0427 AF	\$ 106.91	0527 AE	\$ 108.91	0527 AF	\$ 108.91
28		Program Manager	MANTECH	0328 AE	\$ 71.28	0328 AF	\$ 71.28	0428 AE	\$ 71.28	0428 AF	\$ 71.28	0528 AE	\$ 73.94	0528 AF	\$ 73.94
29		Project Manager	MANTECH	0329 AE	\$ 102.46	0329 AF	\$ 102.46	0429 AE	\$ 102.46	0429 AF	\$ 102.46	0529 AE	\$ 103.94	0529 AF	\$ 103.94
30		Task Manager	MANTECH	0330 AE	\$ 93.54	0330 AF	\$ 93.54	0430 AE	\$ 93.54	0430 AF	\$ 93.54	0530 AE	\$ 95.94	0530 AF	\$ 95.94
31		Senior Functional Analyst	MANTECH	0331 AE	\$ 81.39	0331 AF	\$ 81.39	0431 AE	\$ 81.39	0431 AF	\$ 81.39	0531 AE	\$ 83.15	0531 AF	\$ 83.15
32		Functional Analyst	MANTECH	0332 AE	\$ 71.28	0332 AF	\$ 71.28	0432 AE	\$ 71.28	0432 AF	\$ 71.28	0532 AE	\$ 73.94	0532 AF	\$ 73.94
33		Principal Systems Architect	MANTECH	0333 AE	\$ 106.91	0333 AF	\$ 106.91	0433 AE	\$ 106.91	0433 AF	\$ 106.91	0533 AE	\$ 108.91	0533 AF	\$ 108.91
34		Senior Systems Architect	MANTECH	0334 AE	\$ 93.54	0334 AF	\$ 93.54	0434 AE	\$ 93.54	0434 AF	\$ 93.54	0534 AE	\$ 95.94	0534 AF	\$ 95.94
35		Systems Architect	MANTECH	0335 AE	\$ 71.28	0335 AF	\$ 71.28	0435 AE	\$ 71.28	0435 AF	\$ 71.28	0535 AE	\$ 73.94	0535 AF	\$ 73.94
36		Principal Information Systems Engineer II	MANTECH	0336 AE	\$ 102.46	0336 AF	\$ 102.46	0436 AE	\$ 102.46	0436 AF	\$ 102.46	0536 AE	\$ 103.94	0536 AF	\$ 103.94
37		Senior Information Systems Engineer	MANTECH	0337 AE	\$ 93.54	0337 AF	\$ 93.54	0437 AE	\$ 93.54	0437 AF	\$ 93.54	0537 AE	\$ 95.94	0537 AF	\$ 95.94
38		Information Systems Engineer	MANTECH	0338 AE	\$ 71.28	0338 AF	\$ 71.28	0438 AE	\$ 71.28	0438 AF	\$ 71.28	0538 AE	\$ 73.94	0538 AF	\$ 73.94
39		Senior Computer Systems Analyst/Sr. Analyst	MANTECH	0339 AE	\$ 81.39	0339 AF	\$ 81.39	0439 AE	\$ 81.39	0439 AF	\$ 81.39	0539 AE	\$ 83.15	0539 AF	\$ 83.15
40		Computer Systems Analyst	MANTECH	0340 AE	\$ 71.28	0340 AF	\$ 71.28	0440 AE	\$ 71.28	0440 AF	\$ 71.28	0540 AE	\$ 73.94	0540 AF	\$ 73.94
41		Junior Computer Systems Analyst	MANTECH	0341 AE	\$ 36.31	0341 AF	\$ 36.31	0441 AE	\$ 36.31	0441 AF	\$ 36.31	0541 AE	\$ 38.31	0541 AF	\$ 38.31
42		Senior Systems Analyst	MANTECH	0342 AE	\$ 81.06	0342 AF	\$ 81.06	0442 AE	\$ 81.06	0442 AF	\$ 81.06	0542 AE	\$ 83.15	0542 AF	\$ 83.15
43		Systems Analyst	MANTECH	0343 AE	\$ 71.28	0343 AF	\$ 71.28	0443 AE	\$ 71.28	0443 AF	\$ 71.28	0543 AE	\$ 73.94	0543 AF	\$ 73.94
44		Senior Applications Engineer	MANTECH	0344 AE	\$ 86.20	0344 AF	\$ 86.20	0444 AE	\$ 86.20	0444 AF	\$ 86.20	0544 AE	\$ 88.20	0544 AF	\$ 88.20
45		Applications Engineer	MANTECH	0345 AE	\$ 75.72	0345 AF	\$ 75.72	0445 AE	\$ 75.72	0445 AF	\$ 75.72	0545 AE	\$ 77.72	0545 AF	\$ 77.72
46		Senior Applications Programmer	MANTECH	0346 AE	\$ 57.91	0346 AF	\$ 57.91	0446 AE	\$ 57.91	0446 AF	\$ 57.91	0546 AE	\$ 59.91	0546 AF	\$ 59.91
47		Applications Programmer	MANTECH	0347 AE	\$ 41.57	0347 AF	\$ 41.57	0447 AE	\$ 41.57	0447 AF	\$ 41.57	0547 AE	\$ 43.57	0547 AF	\$ 43.57
48		Junior Applications Programmer I	MANTECH	0348 AE	\$ 37.42	0348 AF	\$ 37.42	0448 AE	\$ 37.42	0448 AF	\$ 37.42	0548 AE	\$ 39.42	0548 AF	\$ 39.42
49		Junior Applications Programmer II	MANTECH	0349 AE	\$ 32.42	0349 AF	\$ 32.42	0449 AE	\$ 32.42	0449 AF	\$ 32.42	0549 AE	\$ 34.42	0549 AF	\$ 34.42
50		Senior Systems Engineer	MANTECH	0350 AE	\$ 93.54	0350 AF	\$ 93.54	0450 AE	\$ 93.54	0450 AF	\$ 93.54	0550 AE	\$ 95.94	0550 AF	\$ 95.94
51		Systems Engineer	MANTECH	0351 AE	\$ 75.72	0351 AF	\$ 75.72	0451 AE	\$ 75.72	0451 AF	\$ 75.72	0551 AE	\$ 77.72	0551 AF	\$ 77.72
52		Junior Systems Engineer	MANTECH	0352 AE	\$ 53.46	0352 AF	\$ 53.46	0452 AE	\$ 53.46	0452 AF	\$ 53.46	0552 AE	\$ 55.46	0552 AF	\$ 55.46
53		Senior Data Base Management Specialist	MANTECH	0353 AE	\$ 86.08	0353 AF	\$ 86.08	0453 AE	\$ 86.08	0453 AF	\$ 86.08	0553 AE	\$ 88.08	0553 AF	\$ 88.08
54		Data Base Management Specialist	MANTECH	0354 AE	\$ 68.08	0354 AF	\$ 68.08	0454 AE	\$ 68.08	0454 AF	\$ 68.08	0554 AE	\$ 70.08	0554 AF	\$ 70.08
55		Junior Data Base Management Specialist II	MANTECH	0355 AE	\$ 44.54	0355 AF	\$ 44.54	0455 AE	\$ 44.54	0455 AF	\$ 44.54	0555 AE	\$ 46.54	0555 AF	\$ 46.54
56		Data Entry Clerk	MANTECH	0356 AE	\$ 25.06	0356 AF	\$ 25.06	0456 AE	\$ 25.06	0456 AF	\$ 25.06	0556 AE	\$ 27.06	0556 AF	\$ 27.06
57		Senior Training Specialist	MANTECH	0357 AE	\$ 71.28	0357 AF	\$ 71.28	0457 AE	\$ 71.28	0457 AF	\$ 71.28	0557 AE	\$ 73.28	0557 AF	\$ 73.28
58		Training Specialist	MANTECH	0358 AE	\$ 57.91	0358 AF	\$ 57.91	0458 AE	\$ 57.91	0458 AF	\$ 57.91	0558 AE	\$ 59.91	0558 AF	\$ 59.91
59		Computer Software Trainer	MANTECH	0359 AE	\$ 57.91	0359 AF	\$ 57.91	0459 AE	\$ 57.91	0459 AF	\$ 57.91	0559 AE	\$ 59.91	0559 AF	\$ 59.91
60		Senior Hardware Maintenance/Installation Technician	MANTECH	0360 AE	\$ 57.91	0360 AF	\$ 57.91	0460 AE	\$ 57.91	0460 AF	\$ 57.91	0560 AE	\$ 59.91	0560 AF	\$ 59.91
61		Hardware Maintenance/Installation Technician	MANTECH	0361 AE	\$ 48.11	0361 AF	\$ 48.11	0461 AE	\$ 48.11	0461 AF	\$ 48.11	0561 AE	\$ 50.11	0561 AF	\$ 50.11
62		Principal Network Engineer	MANTECH	0362 AE	\$ 111.37	0362 AF	\$ 111.37	0462 AE	\$ 111.37	0462 AF	\$ 111.37	0562 AE	\$ 113.37	0562 AF	\$ 113.37
63		Network Engineer	MANTECH	0363 AE	\$ 96.00	0363 AF	\$ 96.00	0463 AE	\$ 96.00	0463 AF	\$ 96.00	0563 AE	\$ 98.00	0563 AF	\$ 98.00
64		Junior Network Engineer II	MANTECH	0364 AE	\$ 75.72	0364 AF	\$ 75.72	0464 AE	\$ 75.72	0464 AF	\$ 75.72	0564 AE	\$ 77.72	0564 AF	\$ 77.72
65		Network Administrator	MANTECH	0365 AE	\$ 53.46	0365 AF	\$ 53.46	0465 AE	\$ 53.46	0465 AF	\$ 53.46	0565 AE	\$ 55.46	0565 AF	\$ 55.46
66		Technical Writer/Editor	MANTECH	0366 AE	\$ 44.54	0366 AF	\$ 44.54	0466 AE	\$ 44.54	0466 AF	\$ 44.54	0566 AE	\$ 46.54	0566 AF	\$ 46.54
67		Network Administrator	MANTECH	0367 AE	\$ 40.09	0367 AF	\$ 40.09	0467 AE	\$ 40.09	0467 AF	\$ 40.09	0567 AE	\$ 42.09	0567 AF	\$ 42.09
68		Administrative Support	MANTECH	0368 AE	\$ 32.97	0368 AF	\$ 32.97	0468 AE	\$ 32.97	0468 AF	\$ 32.97	0568 AE	\$ 34.97	0568 AF	\$ 34.97
69		Principal Engineer	MANTECH	0369 AE	\$ 96.00	0369 AF	\$ 96.00	0469 AE	\$ 96.00	0469 AF	\$ 96.00	0569 AE	\$ 98.00	0569 AF	\$ 98.00
70		Engineer	MANTECH	0370 AE	\$ 75.72	0370 AF	\$ 75.72	0470 AE	\$ 75.72	0470 AF	\$ 75.72	0570 AE	\$ 77.72	0570 AF	\$ 77.72

TDS Information Technology Support Services (ITSS) Blanket Purchase Agreement (BPA)

N00039-98-A-3008

P00012 - Effective: 01 January 2003

1. Purpose of modification P00012 is to incorporate a revised Price List effective 01 January 2003.
2. Except as provided herein, all other terms and conditions of BPA #N00039-98-A-3008 remain unchanged and in full force and effect.